

**Articles of Incorporation
Of the
North Star Community Foundation**

The undersigned incorporators, of the age of nineteen (19) or more, do this day voluntarily associate for the purpose of forming a non-profit corporate entity and do adopt the following articles of incorporation:

ARTICLE I

The name of this corporation shall be the North Star Community Foundation (herein referred to as the Foundation).

ARTICLE II

The duration of the corporation shall be perpetual.

ARTICLE III

The purpose or purposes for which the corporation is organized are for any lawful purposes whatsoever. The NAICS Code Number for this corporation is 8132.

ARTICLE IV

The location of the principal office of the corporation shall be located at 814 6th Avenue in the City of Fairbanks, Alaska.

ARTICLE V

The address of the initial registered office is 814 6th Avenue, Fairbanks, AK, 99701, and the name of its initial registered agent at such address is Peter Pinney.

ARTICLE VI

The North Star Community Foundation shall support diversity at every opportunity. All members and grant applicants must have a written anti-discrimination policy for their organization. The Foundation strongly recommends that these policies be broad and inclusive. Further, we strongly urge that these policies include the categories listed in the Foundation's anti-discrimination policy outlined below.

North Star Community Foundation Anti-Discrimination Policy:

The North Star Community Foundation believes that equal opportunity is essential for the continuing success of our community. In accordance with state, federal, and municipal laws, this foundation intends to comply with these laws which preclude negative discrimination because of race, disability, color, creed, religion, gender, gender identity, affectual status, age, sexual

orientation, national origin, ancestry, citizenship, military status, or any other protected classification. This policy applies to all activities of the North Star Community Foundation and its affiliates, including but not limited to employment, selection of volunteers, grant making, purchasing, and selecting vendors or consultants. The Foundation defines 'negative discrimination' to include, but not limited to denial of services, employment, or volunteer opportunities to any class of individuals in a manner that negatively restricts opportunities to that class of individuals.

ARTICLE VII

The Foundation shall at all times be operated exclusively for charitable purposes as required in Section 501(c) (3) of the Internal Revenue Code, as now enacted or hereafter amended. Included in these charitable purposes is the distribution of grants to organizations that qualify as exempt organizations under Section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

More specifically, it is the goal and purpose of the North Star Community Foundation to aid and assist the general welfare of the citizens of Fairbanks and the North Star Borough; to support the development, growth and preservation of the community; to benefit, provide funds for, and improve the quality of life for all citizens especially those in need; to improve the standards and potentialities of the North Star Borough as a viable and diverse community; to provide grants, scholarships, loans and other assistance to men, women, children and organizations of promise; to encourage philanthropy and to assist individuals and organizations in creating sustainability for the perpetual benefit of the community and its natural and cultural resources.

To this end, the North Star Community Foundation shall solicit and accept property, including real and material; receive assets, including stocks, bonds, mutual and other funds; and shall provide financial management, strategic development and education/ training services to the communities, organizations and donors of Fairbanks and the North Star Borough. Through the effective use of its endowment, the Foundation seeks to enhance the quality of life for those who live and work within the community by encouraging the growth of a permanent charitable endowment to meet the community's changing opportunities and needs; by providing vehicles for donors with diverse philanthropic interests which makes giving easy, personally satisfying and effective; by serving as a catalyst and facilitator by promoting collaborations among various organizations to accomplish common objectives; by carrying out a strategic grant making program that is flexible, visionary and inclusive. In addition, the Foundation shall provide affiliated fund status, allowing organizations to achieve nonprofit charitable status and access to strategic development assistance without forming their own nonprofit corporation.

In addition, the Foundation and its members, officers and directors shall act without profit as trustees of charitable trusts to administer gifts, grants, or loans to nonprofits.

All funds, whether income or principal, and whether acquired by gift, contribution or otherwise, shall be devoted to said purposes.

ARTICLE VIII

At all times the following shall serve as conditions restricting the operations and activities of the North Star Community Foundation:

1. No part of the net earnings of the Foundation shall benefit or be distributed to its members, trustees, officers, or other private persons, except to make payments and distributions to carry out the nonprofit corporate purposes set forth in Article V, or for those expenses that the Foundation shall be authorized and empowered to pay as reasonable compensation for services rendered, or for authorized expenditures incurred on behalf of the Foundation.
2. No substantial part of the activities of the Foundation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public. In addition, the Foundation shall not participate in or intervene in (including by publication or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.
3. Notwithstanding any other provision of these articles, the Foundation shall not perform or participate in any other activities not permitted by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, as now enacted or hereafter amended.
4. The Foundation shall not lend any of its assets to any officer or director of this Foundation, unless such a loan program is regularly conducted as part of the activities of the Foundation, or guarantee to any person the payment of a loan by an officer or director of this Foundation.

ARTICLE IX

The Foundation shall have members. The eligibility, rights, and obligations of the members will be outlined in the Foundation's bylaws.

The management of the affairs of the Foundation shall be vested in a board of directors, as defined by the bylaws. No director shall have any right, title, or interest in or to any property of the Foundation.

The number of directors shall be fixed by the bylaws and adopted at the first meeting of the board of directors, and may be altered by amendment. The bylaws shall also fix the terms of office and qualifications of the board members.

The number constituting the first board of directors shall be **nine (9)**.

Members of the first board of directors shall serve until their successors have been duly appointed and qualified by a vote of the board of directors at a general meeting, or removed as provided in the bylaws. Subsequent elections will take place on an annual basis.

The names and addresses of the persons who will serve on the Initial Board of Directors are:

Name	Address
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(Signed document at Foundation office)

ARTICLE X

No member, officer, or director of this Foundation shall be personally liable for the debts or obligations of any nature whatsoever, nor shall any of the property of the members, officers, or directors be subject to the payment of the debts or obligations of this Foundation.

ARTICLE XI

At the time of dissolution of the Foundation, the board of directors shall, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the Foundation, dispose of all of the remaining assets to qualifying persons or organizations under Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future tax code, or to the federal, local or state government for a public purpose. In no case shall a disbursement be made which would not qualify as a charitable contribution under Section 170(c) (1) or (2) of the Internal Revenue Code, as now enacted or hereafter amended.

ARTICLE XII

These articles of incorporation may be amended by a two-thirds vote of the board of directors at any meeting, provided notice of the proposed amendment has been given and the notice supplied to all directors in advance of the meeting.

The original incorporators as founding members of this foundation are:

[Signed Document at Foundation Office]

In witness thereof, we, the undersigned incorporators herein above named, subscribe our names for the purpose of forming a nonprofit corporation under the laws of the State of Alaska, and do certify and execute these articles of incorporation on this day _____ for the purposes herein stated.

[Names and Signatures Available at Foundation Office]